



## Thomas R. Peppard, Jr.

### Partner

950 Main Avenue,  
Suite 1100  
Cleveland, OH 44113-7213

D 216.696.5267

F 216.592.5009

[thomas.peppard@tuckerellis.com](mailto:thomas.peppard@tuckerellis.com)

Tom Peppard is a corporate and transactional business attorney.

He advises public and privately held companies – with a particular focus on middle-market clients – in a variety of industries, including manufacturing and distributing, information technologies, marketing, consulting, industrial services, financial and professional services, construction and material-handling, transportation and logistics, healthcare, and consumer goods.

Tom helps clients accelerate growth by counseling them on matters including formation, corporate governance, operations, mergers and acquisitions, corporate transactions, contracts, commercial real estate, and financing. He regularly represents clients in connection with the purchase and sale of their businesses, corporate restructuring and reorganization, shareholder disputes, asset-based and commercial loan transactions, debt-restructuring and modification, and the purchase, sale, and leasing of their commercial facilities. Tom understands that combining legal and business strategies helps clients meet and exceed their goals, and he works hard to be a valued and trusted advisor.

Tom and his wife Kelly live in Shaker Heights with their three children.

### Education

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- Case Western Reserve University School of Law (J.D., 2008)
- Miami University (B.S., 2004)

### State Admissions

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- Ohio, 2008

### **Service Areas**

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- Broker-Dealers
- Commercial Finance
- Corporate Governance
- Hospitality
- Mergers & Acquisitions
- Middle Market
- Nonprofit Organizations
- Privacy & Data Security
- Real Estate
- Securities & Capital Markets
- Opportunity Zones
- Corporate Law
- Food, Cosmetics & Dietary Supplements
- Commercial Contracts

### **Industries Represented**

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- Computer Systems Design
- Construction
- Healthcare Professionals
- Nonprofit Organizations
- Real Estate

## **Experience**

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- Represented a leading air purification consumer product manufacturer and distributor in the sale of its business to a leading home environment products company
- Represented NPK Construction Equipment, Inc. in its acquisition of Genesis Attachments, LLC from KPS Capital Partners
- Represented Merieux NutriSciences in its acquisition of the Chestnut Labs division of Dairy Farmers of America
- Represented a large non-profit organization in the divestiture of its childcare facilities
- Represented a leading distributor of tooling and industrial products in the sale of the business to a Fortune 50 company
- Represented the shareholders of a leading producer of color dispersions and additives in the sale of the business to a large private equity firm
- Represented a major regional hazardous waste remediation, transportation, and disposal services provider to a leading international provider of services for moving and managing critical materials
- Represented one of the largest distributors of aluminum supply products in southern Florida in connection with the strategic acquisition of a manufacturer of residential fences, gates, and components
- Represented a major communication systems provider in the sale of the business to a leading global manufacturer of electronic instruments and electromechanical devices
- Represented Electrolux in the sale of assets comprising its Eureka® brand vacuum cleaners to China-based Midea Group
- Represented a supplier of merchandising systems and its private equity parent company in the strategic acquisition of a supplemental manufacturing business based in Illinois
- Represented a global clinical research organization in the sale of the business to a foreign publicly traded company
- Represented a regional insurance and investment services firm in its corporate restructuring and buyout of an existing shareholder
- Represented a parts manufacturer in the redemption of an existing member's equity position
- Represented a regional IT service firm in a corporate reorganization and merger with a competitor
- Represented an engineering, architectural, construction management and surveying firm in the strategic acquisition of a competitor to expand the firm's geographic reach and scope of services
- Represented a foreign conglomerate and its North American holding company in the strategic acquisition of a privately held building materials manufacturer based in Michigan
- Represented a leading audio and video technology solutions company in the acquisition of a top competitor in the Midwest region
- Represented buyers in the acquisition of several nursing home facilities across the state of Ohio including the requisite private and institutional financing
- Advised the management team of a high-profile Northeast Ohio architectural and engineering

firm in the acquisition of the firm from the founder

- Advised a minority shareholder group in a shareholder dispute and its corresponding acquisition of the scrap metal removal and processing business
- Represented an investor in a shareholder dispute and corresponding tax-free reorganization in connection with a digital marketing and search engine optimization firm
- Represented a family office in connection with its portfolio of debt and equity investments (both active and passive)
- Represented a group of entrepreneurs in the formation and organization of a start-up company with a Software as a Service (SaaS) platform
- Represented a large distributor of a major global manufacturer in the sale of the distributor
- Represented a provider of inspection and maintenance services for industrial equipment in the sale of the business to a large international acquirer
- Represented a substantial regional physician group in connection with the sale of the practice as part of a national roll-up of physician practices
- Represented the shareholders of an employee benefits and insurance consulting firm in the sale of the business to a leading national employee benefits agency
- Represented an employee benefits consulting firm in the strategic acquisition of a wealth-management practice
- Represented a local manufacturer in the sale of the business to a national purchaser
- Represented home healthcare agencies in strategic acquisitions and sales
- Represented a national real estate investment and development company in the purchase and re-development of a large industrial site
- Represented an assisted living provider in the refinancing of its facility through the U.S. Department of Housing & Urban Development

## Publications & Events

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### SPEAKING ENGAGEMENTS

- “Rep and Warranty Insurance,” Tucker Ellis Business Law Institute (March 2024)
- “Risky Business: What Tom Cruise Always Wanted to Know About Managing Risk Allocation” and “The Sweet Science of M&A Disputes,” 2023 Business Law Institute on Corporate Law and M&A, Tucker Ellis LLP (January 2023)
- “Challenges and Opportunities in M&A,” 2019 In-House Counsel Summit, Tucker Ellis LLP, Cleveland, Ohio (November 2019)
- “Benefits Law in Corporate Transactions,” Emerging Topics in Employment & Employee Benefits Law, Tucker Ellis LLP, Cleveland, Ohio (March 2018)
- “Marijuana and Ohio Businesses: Anticipation and Confusion at an All-Time ‘High,’” 2017 In-House Counsel Summit, Tucker Ellis LLP, Cleveland, Ohio (October 2017)
- “Drafting Organizational Documents to Avoid Litigation,” Business Law Conference, Ohio State Bar Association, Columbus, Ohio (May 2017)

### PUBLICATIONS

- “[Don’t Let a Data Breach Derail the Deal](#),” *Crain’s Cleveland Business* (January 2017)
- “[Purchase Price Adjustments Warrant Scrutiny](#),” *Crain’s Cleveland Business* (January 2016)

### MEDIA QUOTES

- “In-House Lawyers Find Juggling Is the ‘New Normal,’” *Crain’s Cleveland Business* (June 2018)

### Honors

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- Ohio Super Lawyers Rising Stars® (2018)

### In the Community

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- Greater Cleveland Partnership, GCP LEAD Program (2019)
- Cleveland Bridge Builders Class of 2018
- Cleveland Metropolitan Bar Association
  - » Business, Banking and Corporate Counsel Section, Chair
- Case Western Reserve University School of Law, Mentoring Alumni Program
- St. Ignatius High School, Alumni Executive Council
- Young ACG Cleveland, Event Planning Committee
- Past Presidents Foundation, Trustee
- Vecchio Foundation, Trustee
- Lyndhurst Dads’ Club, Trustee